

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Conversion from a General Partnership to a Delaware Limited Liability Company, changing its name from Synthes (U.S.A.) to Synthes USA, LLC, effective as of 12/31/2008.

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
SYNTHESES (U.S.A.)		12/23/2008	PARTNERSHIP: PENNSYLVANIA

**RECEIVING PARTY DATA**

<b>Name:</b>	Synthes USA, LLC
<b>Street Address:</b>	1302 Wrights Lane East
<b>City:</b>	West Chester
<b>State/Country:</b>	PENNSYLVANIA
<b>Postal Code:</b>	19380
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 52**

Property Type	Number	Word Mark
Registration Number:	2944652	ACCS
Registration Number:	2933748	ACLP
Registration Number:	3085803	ARCH
Registration Number:	2626156	CALCEON
Registration Number:	2440687	CERVIFIX
Registration Number:	2991693	CFN
Registration Number:	2900400	CHRONOS
Registration Number:	2643546	CLICK'X
Registration Number:	2963007	COMBI
Registration Number:	1681081	DCS
Registration Number:	2919374	DHHS
Registration Number:	1199446	DHS
Registration Number:	2941695	CTN

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Registration Number:	992827	DCP
Registration Number:	3452016	EPOCA
Registration Number:	1272555	FASTIGHT
Registration Number:	2089158	LC-DCP
Registration Number:	2690375	LCP
Registration Number:	3465562	LFN
Registration Number:	3154572	PANGEA
Registration Number:	3102912	PFN
Registration Number:	2939761	PHN
Registration Number:	3029814	PLUSDRIVE
Registration Number:	3199219	PROPREP
Registration Number:	3294770	RAPID IMF
Registration Number:	3396084	RAPIDSORB
Registration Number:	2304189	SYNCAGE
Registration Number:	2781269	SYNEX
Registration Number:	3331706	SYNFIX
Registration Number:	3268141	SYNFRAME
Registration Number:	2502525	SYNMESH
Registration Number:	3506499	SYNPOR
Registration Number:	2809775	
Registration Number:	2561836	
Registration Number:	2561835	SYNTHES
Registration Number:	999397	SYNTHES
Registration Number:	2788064	SYNTHES
Registration Number:	877095	
Registration Number:	2981413	TOMOFIX
Registration Number:	1538069	TRAUMAFIX
Registration Number:	3003618	UFN
Registration Number:	3094869	UHN
Registration Number:	3089382	UTN
Registration Number:	2994268	VENTROFIX
Registration Number:	2982745	VEPTR
Registration Number:	3298410	VERTEFILL
Serial Number:	78760508	HYDRAFIL
Serial Number:	77616560	

Serial Number:	77331691	ORACLE
Serial Number:	76583170	PROACCESS
Serial Number:	77638101	VERTECEM
Serial Number:	77327296	ZERO-P

**CORRESPONDENCE DATA**

Fax Number: (212)755-7306

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 212-326-3939

Email: NYTEF@JONESDAY.COM

Correspondent Name: JONES DAY

Address Line 1: 222 East 41st Street

Address Line 4: New York, NEW YORK 10017

NAME OF SUBMITTER:	Nancy A. Zoubek
Signature:	/Nancy A Zoubek/
Date:	01/12/2009

**Total Attachments: 2**

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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A PENNSYLVANIA GENERAL PARTNERSHIP UNDER THE NAME OF "SYNTHES (U.S.A.)" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "SYNTHES (U.S.A.)" TO "SYNTHES USA, LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2008, AT 3:20 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008, AT 11:58 O'CLOCK P.M.

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7046256

DATE: 12-23-08

TRADEMARK  
REEL: 003917 FRAME: 0195

**SYNTHES (U.S.A.)**

**CERTIFICATE OF CONVERSION  
TO  
LIMITED LIABILITY COMPANY**

This Certificate of Conversion to Limited Liability Company, dated December 23, 2008 is executed and filed by the undersigned to convert Synthes (U.S.A.), a Pennsylvania general partnership, into a limited liability company (the "Company") under the Delaware Limited Liability Company Act. The undersigned certifies as follows:

**FIRST:** The Company first came into being upon the execution of a Partnership Agreement on April 22, 1987.

**SECOND:** The name of the Company immediately prior to the filing of this Certificate of Conversion to Limited Liability Company is Synthes (U.S.A.).

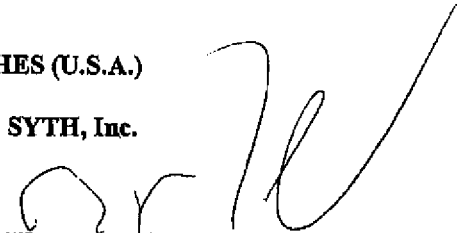
**THIRD:** The name of the Company as set forth in the Certificate of Formation of Limited Liability Company filed concurrently herewith is Synthes USA, LLC.

**FOURTH:** This Certificate of Conversion shall be effective at 11:58 p.m. on December 31, 2008.

**IN WITNESS WHEREOF,** the undersigned have executed this Certificate of Conversion to Limited Liability Company as of the date first written above.

**SYNTHES (U.S.A.)**

**By: SYTH, Inc.**

By:   
Name: Robert Donohue  
Title: Treasurer

**By: Synthes North America, Inc.**

By:   
Name: Joseph Fisher  
Title: Secretary